AUDITING PROCEDURES REPORT

City Township Village Other City of Pontiac Police and Fire Retiree Prefunded Group Health and Insurance Trust Opinion Date Audit Date Opinion Date April 29, 2005 June 30, 2005 June 30, 2005 Ve have audited the financial statements of this local unit of government and rendered an opinion on financial statements prepare with the Statements of the Governmental Accounting Standards Board (GASB) and the Uniform Reporting Format for Financial Scounties and Local Units of Government in Michigan by the Michigan Department of Treasury. Ver affirm that: We have complied with the Bulletin for the Audits of Local Units of Government in Michigan as revised. We are certified public accountants registered to practice in Michigan. We further affirm the following. "Yes" responses have been disclosed in the financial statements, including the notes, or in the reported recommendations. Yes Incommendations Certain component units/funds/agencies of the local unit are excluded from the financial statements. Yes Incommendations Yes Incommendat	₋ocal Government Type:	Local Government Nar	ne:	Count	.V
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The letter of comments and recommendations. Reports on individual federal assistance programs (program audits).	yes \(\) no \(1. \) Certain component yes \(\) no \(2. \) There are accumula yes \(\) no \(3. \) There are instances yes \(\) no \(4. \) The local unit has viorder issued under yes \(\) no \(5. \) The local unit holds [MCL 129.91] or P. A yes \(\) no \(6. \) The local unit has be yes \(\) no \(7. \) The local unit has vionormal costs in the normal cost require yes \(\) no \(8. \) The local unit uses yes \(\) no \(9. \) The local unit has no \(1. \)	units/funds/agencies of the local ated deficits in one or more of this as of non-compliance with the Unificial olated the conditions of either and the Emergency Municipal Loan A deposits/investments which do n A. 55 of 1982, as amended [MCL been delinquent in distributing tax lolated the Constitutional requirem the current year. If the plan is moment, no contributions are due (pcredit cards and has not adopted	unit's unreserved fund balances form Accounting and Budgeting order issued under the Municipal Act. Not comply with statutory require 38.1132]) revenues that were collected for the function of the functio	/retained earn Act (P.A. 2 of I Finance Act of ments. (P.A. 2 or another taxi d current year overfunding crowerfunding crowerfun	nings (P.A. 275 of 198 in 1968, as amended). For its requirements, or 20 of 1943, as amending unit. earned pension benewed its are more than the of 1995 (MCL 129.24 in 1995).
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Certified Public Accountant (Firm Name): PLANTE & MORAN, PLLC		PLANTE & MOI	RAN, PLLC		
Street Address City State ZIP			City	State	ZIP
'	Street Address	1 7			48037
Accountant Signature					

Financial Report
with Supplemental Information
December 31, 2004

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Plante & Moran, PLLC



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Independent Auditor's Report

To the Board of Trustees
City of Pontiac Police and Fire Retiree Prefunded
Group Health and Insurance Trust

We have audited the accompanying statement of Trust net assets of the City of Pontiac Police and Fire Retiree Prefunded Group Health and Insurance Trust (a component unit of the City of Pontiac, Michigan) as of December 31, 2004 and the related statement of changes in Trust net assets for the year then ended. These financial statements are the responsibility of the board of trustees of the Police and Fire Retiree Prefunded Group Health and Insurance Trust of the City of Pontiac. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the City of Pontiac Police and Fire Retiree Prefunded Group Health and Insurance Trust as of December 31, 2004 and the results of its operations for the year then ended, in conformity with accounting principles generally accepted in the United States of America.

The management's discussion and analysis (identified in the table of contents) is not a required part of the basic financial statements but is supplemental information required by the Governmental Accounting Standards Board. We have applied certain limited procedures, which consisted principally of inquiries of management, regarding the methods of measurement and presentation of the required supplemental information. However, we did not audit the information and express no opinion on it.

Plante & Moran, PLLC

April 29, 2005



Management's Discussion and Analysis

Using this Annual Report

This annual report consists of two parts: (I) management's discussion and analysis (this section), and (2) the basic financial statements. The financial statements also include notes that explain some of the information in the financial statements and provide more detailed data.

Condensed Financial Information

The table below compares key financial information in a condensed format between the current year and the prior year:

		Fiscal Ye	ar E	Ended
		Decem	nbei	r 3 I
		2004		2003
Total assets Total liabilities	\$	21,639,960 1,741,009	\$	16,188,053 1,614,100
Net trust assets	<u>\$</u>	19,898,951	<u>\$</u>	14,573,953
Net investment gain	\$	3,158,204	\$	3,566,789
Contributions - Employer		3,411,061		3,113,968
Retiree health benefits paid		1,227,096		1,363,688
Contributions in excess of benefits paid Ratio of contributions to benefits paid		2,183,965 278.0%		1,750,280 228.3%
General and administrative expenses		17,171		28,253
Net increase in trust net assets	\$	5,324,998	<u>\$</u>	5,288,816

Management's Discussion and Analysis (Continued)

Overall Fund Structure and Objectives

The Police and Fire Retiree Retiree Prefunded Group Health and Insurance Trust (the "Trust") exists to pay health care benefits to members retiring on or after August 22, 1996. Benefits currently being paid are significantly less than contributions currently being received. The excess of contributions over benefits paid will allow for additional funding to increase investment income to a level where the Trust will generate adequate earnings to pay future benefits. The public capital markets represent the primary source of investments.

Asset Allocation

The Trust has established asset allocation policies, which are expected to deliver more than enough investment income over a very long period of time to satisfy the obligations to pay the benefits promised to the members of the Trust. The following is a summary of the asset allocation as of December 31, 2004:

Domestic equities	65%
International equities	15%
Domestic fixed income	20%

Investment Results

In 2004, U.S. equities were helped by strong profits, low inflation, and low interest rates. U.S. bonds were helped by moderate employment gains and tightening monetary policy which increased investors' optimism regarding inflation and allowed long-term rates to fall during the last quarter of the year. The domestic equity market, as measured by the S&P 500 index, returned 10.9 percent for the year. The fixed income market, as measured by the Lehman Aggregate index, returned 4.3 percent for the year. The total fund returned 17.8 percent for the year.

The City of Pontiac Police and Fire Retirement System's (the "Retirement System") total fund return must always be considered in a longer-term context. The asset allocation of each fund is built upon the foundation that the obligations of the Retirement System to pay the benefits promised to members and retirees are very long-term obligations. Accordingly, the board of trustees must make investment decisions that it believes will be the most beneficial to the Retirement System over many years, not just one or two years.

Statement of Trust Net Assets December 31, 2004

\$ 19,898,951

Assets - Investments at fair value - Money market and mutual funds (Note 2)	\$	21,639,960
Liabilities		
Due to City of Pontiac		1,689,647
Due to City of Pontiac Police and Fire Retirement System		36,500
Accounts payable	_	14,862
Total liabilities		1,741,009

Trust Net Assets

Statement of Changes in Trust Net Assets Year Ended December 31, 2004

Additions	
Investment income:	
Interest and dividend income	\$ 325,292
Net appreciation in fair value of investments	2,846,662
Investment advisor fees	(13,750)
Net investment gain	3,158,204
Contributions - Employer	3,411,061
Total additions	6,569,265
Deductions	
Retirees' health benefits	1,227,096
Other expenses	17,171
Total deductions	1,244,267
Net Increase in Trust Net Assets	5,324,998
Trust Net Assets - January 1, 2004	14,573,953
Trust Net Assets - December 31, 2004	<u>\$ 19,898,951</u>

Notes to Financial Statements December 31, 2004

Note I - Summary of Significant Accounting Policies

The City of Pontiac (the "City") has established an irrevocable prefunded group health and insurance trust fund, the City of Pontiac Police and Fire Retiree Prefunded Group Health and Insurance Trust (the "Trust"), for health, optical, dental, and life insurance benefits for retirees who are members of the Police and Fire Retirement System of the City of Pontiac and who retired on or after August 22, 1996. The Trust was created as an Internal Revenue Code 501(c)(9) Trust (VEBA). The Police and Fire Retirement System (the "Retirement System") performs the Trust's accounting function.

Reporting Entity - The Trust is a component unit of the City of Pontiac, Michigan. The Trust does not hold securities of or loans to the Retirement System.

Basis of Accounting - The Trust's statements are prepared using the accrual basis of accounting. Employer contributions are recognized when due and the employer has made a formal commitment to provide the contributions. Insurance costs are recognized when due and payable in accordance with the terms of the Trust.

Investments - Investments are reported at fair value. Money market funds and mutual fund investments are valued at net asset value. Dividend income is recorded on the ex-dividend date. Income from other investments is recorded as earned on an accrual basis. In accordance with the policy of stating investments at fair value, net unrealized appreciation or depreciation for the year is reflected in the statement of changes in trust net assets.

Federal Income Taxes - The Trust is exempt from income tax under Section 501(a).

Note 2 - Investments

At December 31, 2004, investments consisted solely of money market accounts and mutual funds. The mutual funds are registered with the SEC. Investments are normally categorized to give an indication of the level of risk assumed by the Trust; however, money market accounts and mutual funds are not categorized because they are not evidenced by securities that exist in physical or book entry form.

Notes to Financial Statements December 31, 2004

Note 3 - Trust Contribution Information

The Trust is funded by employer contributions. An actuarial valuation was performed as of December 31, 2002 which arrived at a required employer contribution rate of 21.49 percent of police and fire wages. The City funded at this level through December 31, 2004.

Note 4 - Trustees

The trustees of the Trust as of December 31, 2004 were appointed by the Retirement System and the City of Pontiac.